

EXHIBIT 8

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

IN RE: HIGH-TECH EMPLOYEE)
ANTITRUST LITIGATION)
) No. 11-CV-2509-LHK
THIS DOCUMENT RELATES TO:)
ALL ACTIONS.)
_____)

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VIDEO DEPOSITION OF PAUL OTELLINI
January 29, 2013

REPORTED BY: GINA V. CARBONE, CSR NO. 8249, RPR, CCRR

1 Q. Have you -- other than the audit and the -- the
2 audit committee and the LDCC, have you served on other
3 committees or subcommittees of the Google board?

4 A. I was on a special committee. I served on a
5 special committee on the board that was involved in
6 examining the background of the recapitalization project
7 proposal for the firm.

8 Q. And when you say "for the firm," you mean for
9 Google?

10 A. For Google.

11 Q. When did you begin serving on -- strike that.
12 When did you begin to serve as a director at
13 Google?

14 A. In early 2003.

15 Q. Okay. And when did you serve on the audit
16 committee of Google?

17 A. I think I went onto the audit committee
18 immediately. And I was on the audit committee for
19 perhaps one or two years.

20 Q. When did you begin to serve on the LDCC?

21 A. After I transitioned from audit.

22 Q. So is it fair to say when you got off of the
23 audit committee you joined the LDCC?

24 A. Yeah. That's common practice is to rotate
25 directors among the committees.

1 A. I deny that there was an agreement between
2 Intel and -- any knowledge of an agreement between Intel
3 and Google that reflected bilateral nonsolicitation.

4 Q. And so you deny that you were one of the
5 senior -- strike that.

6 So you deny that you are a senior executive at
7 Intel who entered an express agreement with Google?

8 A. As I said, I entered an express agreement with
9 Eric at Google on a specific set of conditions that was
10 not bilateral.

11 Q. And when you say "not bilateral," what do you
12 mean?

13 A. I asked him to refrain from soliciting
14 employees that Intel had assigned to work at Google on
15 joint collaborative projects.

16 Q. And when you say not bilateral -- well, there
17 were two sides to that discussion, right?

18 A. No.

19 Q. What did Mr. -- did Mr. Schmidt agree to
20 anything?

21 A. Yes. He said yes. It was a fair request.

22 Q. Okay. Now, in the next paragraph it says, in
23 the second line, "The agreements are facially
24 anticompetitive because they eliminated a significant
25 form of competition to attract high-tech employees, and

1 A. In the engineering ones and the facility ones?

2 Q. You say ones. I believe you said there were
3 two incidents, one where you found out from Ms. James --

4 A. There were three. There was the initial one,
5 and then there was a -- in software and compiler and
6 tools activities, and the second one in the same area.
7 And then there was a latter one in the corporate
8 services area.

9 Q. And to the best of your recollection, those
10 were the three incidents?

11 A. Yes.

12 Q. Do you recall when you first -- strike that.

13 When did you and -- when did Mr. -- let me back
14 up.

15 Just focusing on the first incident that gave
16 rise to the first set of communications, do you recall
17 approximately when that was?

18 A. It was spring 2006, probably.

19 Q. And at that time, were you the Intel CEO?

20 A. Yes, I was.

21 Q. And at that time, were you on the Google board?

22 A. Yes, I was.

23 Q. And when did Mr. Schmidt agree?

24 A. When I called him.

25 Q. Okay. And was that agreement effective from

1 MR. PICKETT: No foundation. Objection.

2 THE WITNESS: Does that mean I answer?

3 MR. PICKETT: You can try. But let's read the
4 question back.

5 MR. SAVERI: I'm sorry. Why don't you read the
6 question back.

7 And I'd like an answer, please.

8 (Record read as follows: Now, going back for a
9 second again to the agreement between you and
10 Mr. Schmidt, can you identify any collaboration
11 between Intel and Google that occurred after
12 that point in time that wouldn't have happened
13 absent the agreement between Google and Intel?)

14 THE WITNESS: As I think about the agreements,
15 so the collaboration, we had one in the data center, we
16 had one in data center efficiency, we had one in search
17 optimization, we had one around Google TV, we had one
18 around Android, one around Chrome, Chrome OS. All of
19 those -- all of those happened. It's speculative to say
20 I don't know that anything would not have happened in
21 the absence of the agreement.

22 But, you know, the companies were working well
23 together and were engaged broadly in a wide array of
24 projects as I delineated.

25 MR. SAVERI: Q. Now, prior to 2006 when

1 A. Yes.

2 Q. Upon your joining the Google board, did you
3 immediately suggest collaborations between the two
4 companies?

5 A. Probably. I know they were a relatively small
6 customer, but growing. But I'd also met with Google
7 prior to my being on the board several times.

8 Q. Okay. Were there particular collaborations
9 that you suggested immediately upon joining the Google
10 board?

11 A. I may have. I don't know.

12 Q. And is it --

13 A. I remember that they wanted to tap into our
14 knowledge on how we scaled our company up, and they
15 wanted information from our finance teams and HR teams,
16 maybe the legal team as well, on just how companies
17 grow. And we made our experts in those areas available
18 to them.

19 In terms of engineering, I know there was work,
20 because we talked about it this morning, in the '05 time
21 frame about the software collaboration. And in the time
22 frame '03 to '05, we were -- most of the engineering
23 collaboration was around building motherboards for them
24 to run their data centers.

25 Q. And to the best of your recollection, was the

1 collaboration during that 2003/2005 period limited to
2 the work done in connection with the motherboards for
3 data centers?

4 A. Well, in addition to the other stuff I just
5 talked about in terms of how do companies grow, what are
6 your systems like. Google was a startup, still, and
7 trying to figure out how to become a global company.

8 Q. When did you begin discussing customized energy
9 efficient chips that you believed Intel could --

10 A. Wasn't energy efficient chips, per se, it was
11 energy efficient data centers so it was not just the
12 chips. Went beyond that. That started out in the '05
13 time frame and came to fruition with announcement
14 probably '06, '07, '08 time frame on the -- energy
15 savers? I can't remember the name.

16 Q. Climate Savers?

17 A. Climate Savers. Thank you.

18 Do you have the date on that?

19 Q. No, I don't. That's why I was asking.

20 A. Yeah. It's in the probably '06, '07, '08
21 window.

22 Q. Did Google and Intel collaborate in connection
23 with a company called Clearwire?

24 A. We each invested in Clearwire, along with other
25 companies.

1 interest to have broadband. And this was wireless
2 broadband network.

3 Q. But maybe my -- the answer got lost in that
4 answer. How -- can you -- how much did Google
5 contribute to this effort that Intel was undertaking
6 with respect to the WiMAX network and Clearwire?

7 A. In terms of developing the technology, none. I
8 mean, none or a trivial amount. In terms of supporting
9 the network build-out, a substantial amount of cash.

10 Q. When you say a substantial amount of cash you
11 are referring to their investment in Clearwire?

12 A. Investment. Yes.

13 Q. What was the -- can you describe the nature of
14 the collaboration between Intel and Google in connection
15 with incorporating Google video into the V-I-I-V or --

16 A. Viiv.

17 Q. -- Viiv?

18 A. Generally. Viiv was a product that we -- a
19 version of a PC that was intended for the living room,
20 played on a PC screen or your big screen. And Google
21 had Google Video and what became YouTube, as they ended
22 up consummating that purchase, that they wanted to make
23 sure it got into formats that would be adaptable to
24 large screen viewing.

25 So we did work around compression for data

1 transfer efficiency. Resolution for high definition,
2 codec for audio and so forth, that would allow their
3 video to play seamlessly on these products that we were
4 developing.

5 Q. How much did Google contribute to that
6 collaboration?

7 A. In terms of?

8 Q. What was their contribution to that
9 collaboration?

10 A. Engineering, access to source code,
11 collaborative engineering, they would modify their code,
12 we would tell them what they needed to do to work on our
13 systems.

14 Q. How many people at Intel worked on that
15 project?

16 A. On Viiv?

17 Q. Yeah.

18 A. North of 700, less than a thousand.

19 (Whereupon, Exhibit 463 was marked for
20 identification.)

21 MR. SAVERI: Q. I've handed you what's
22 been marked as Exhibit 463, has the Bates
23 No. 76614DOC023625 through 626.

24 The top of the document is an email from an
25 Ogden Reid to Patty Murray. I just want to draw your